

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*



## **HI SUN TECHNOLOGY (CHINA) LIMITED**

**高陽科技（中國）有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 818)**

### **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a Special General Meeting of Hi Sun Technology (China) Limited (the “Company”) will be held on Monday, 12 June 2023 at 3:00 p.m. or any adjournment thereof (as the case may be) at Room 2515, 25th Floor, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong (the “Special General Meeting”) for the following purposes:

#### **ORDINARY RESOLUTIONS**

1. **“THAT** with effect from the passing of this resolution, the existing share option scheme (the “Existing Share Option Scheme”) adopted by the Company pursuant to a resolution passed by the then shareholders of the Company on 18 May 2021 (a copy of which is marked “A” and signed by the chairman of the Meeting for identification purpose and has been tabled at the Meeting) be and is hereby terminated and ceases to have any further effect save and except that the Existing Share Option Scheme will remain in force to the extent necessary to give effect to the exercise of the options granted thereunder prior to termination thereof.”
2. **“THAT** conditional upon The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) granting the approval for the listing of, and permission to deal in, such number of shares of HK\$0.0025 each (the “Shares”) in the capital of the Company to be issued pursuant to the exercise of options which may be granted under the new share option scheme of the Company (the “New Share Option Scheme”, the rules of which are summarised in the circular of the Company dated 25 May 2023 (the “Circular”)), such number being not less than that of the Scheme Mandate Limit (as defined in the Circular), the rules of the New Share Option Scheme (a copy of which is marked “B” and signed by the chairman of the Meeting for identification purpose and has been tabled at the Meeting) be and are hereby approved and adopted and that the board of directors of the Company or a committee thereof be and are hereby authorised to:
  - (a) administer the New Share Option Scheme under which options will be granted to eligible participants under the New Share Option Scheme to subscribe for Shares;

\* *For identification purpose only*

- (b) modify and/or amend the rules of the New Share Option Scheme from time to time subject to the provisions of such rules;
  - (c) grant options under the New Share Option Scheme and issue from time to time such number of Shares as may be required to be issued pursuant to the exercise of the options under the New Share Option Scheme, subject to the Scheme Mandate Limit (as defined in the Circular); and
  - (d) make application at the appropriate time to the Stock Exchange, for the listing of, and permission to deal in, the Shares which may thereafter from time to time be issued pursuant to the exercise of the options under the New Share Option Scheme.”
3. “**THAT** the rules of the new share option scheme of Vbill Limited, a wholly-owned subsidiary of the Company (the “New VBill (Cayman) Share Option Scheme”, the rules of which are summarised in the Circular) be and are hereby approved and adopted and that the board of directors of VBill (Cayman) or a committee thereof be and are hereby authorised to:
- (a) administer the New VBill (Cayman) Share Option Scheme under which options will be granted to eligible participants under the New VBill (Cayman) Share Option Scheme to subscribe for shares of VBill (Cayman);
  - (b) modify and/or amend the rules of the New VBill (Cayman) Share Option Scheme from time to time subject to the provisions of such rules; and
  - (c) grant options under the New VBill (Cayman) Share Option Scheme and issue from time to time such number of shares of VBill (Cayman) as may be required to be issued pursuant to the exercise of the options under the New VBill (Cayman) Share Option Scheme, subject to the VBill (Cayman) Scheme Mandate Limit (as defined in the Circular).”

By Order of the Board of Directors  
**Hi Sun Technology (China) Limited**  
**Hui Lok Yan**  
*Company Secretary*

Hong Kong, 25 May 2023

*Notes:*

- (1) A member of the Company entitled to attend and vote at the Special General Meeting convened by this notice is entitled to appoint one or more proxies to attend and vote in his behalf. A proxy need not be a member of the Company.
- (2) A form of proxy for use at the Special General Meeting is enclosed.
- (3) Completion and delivery of the form of proxy will not preclude a member from physically attending and voting in person at the Special General Meeting if the member so desires.

- (4) To be valid, a form of proxy must be duly completed and signed in accordance with the instructions printed thereon and lodged, together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power or authority, at the Company's branch share registrar in Hong Kong, Tricor Tengis Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 48 hours before the time appointed for holding the Special General Meeting.
- (5) Record date (being the last date of registration of any share transfer given there will be no book closure) for determining the entitlement of the shareholders of the Company to attend and vote at the Special General Meeting will be Tuesday, 6 June 2023. All transfers of shares of the Company accompanied by the relevant share certificates must be lodged with the Company's Hong Kong Share Registrar, Tricor Tengis Limited, at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Tuesday, 6 June 2023.
- (6) All votings on the resolutions in this notice by the members at the Special General Meeting shall be conducted by poll.

*As at the date of this notice, the Board consists of four executive Directors, namely Mr. Xu Wensheng, Mr. Kui Man Chun, Mr. Li Wenjin and Mr. Xu Changjun; three independent non-executive Directors, namely Mr. Tam Chun Fai, Mr. Leung Wai Man, Roger and Mr. Li Heguo.*